Fill	in this information to ident	ify your case:			
Uni	ted States Bankruptcy Court	for the:			
DIS	STRICT OF DELAWARE				
Cas	se number (if known)	Chapte	r <u>7</u>		
				Check if this an amended filing	
	ficial Form 201 Dluntary Petiti	on for Non-Individuals F	iling for Bankı	ruptcv	06/22
lf m	ore space is needed, attach	a separate sheet to this form. On the top of any a separate document, Instructions for Bankrupto	additional pages, write the	debtor's name and the case numb	
2.	All other names debtor used in the last 8 years				
	Include any assumed names, trade names and doing business as names				
3.	Debtor's federal Employer Identification Number (EIN)	82-0684080			
4.	Debtor's address	Principal place of business	Mailing addres business	s, if different from principal place	of
		228 Park Ave S, PMB 77474 New York, NY 10003			
		Number, Street, City, State & ZIP Code	P.O. Box, Numb	per, Street, City, State & ZIP Code	
		New York County	Location of pri	ncipal assets, if different from pri ess	incipal
			Number, Street,	City, State & ZIP Code	
5.	Debtor's website (URL)	www.getbrio.com			
6.	Type of debtor	<ul> <li>✓ Corporation (including Limited Liability Compa</li> <li>☐ Partnership (excluding LLP)</li> <li>☐ Other. Specify:</li> </ul>	any (LLC) and Limited Liability	Partnership (LLP))	

## Case 23-10670-JKS Doc 1 Filed 05/23/23 Page 2 of 19

Dept	or Brio Systems, Inc.	Case number (if known)
	Name	
7.	Describe debtor's business	A. Check one:  Health Care Business (as defined in 11 U.S.C. § 101(27A))  Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  Railroad (as defined in 11 U.S.C. § 101(44))  Stockbroker (as defined in 11 U.S.C. § 101(53A))  Commodity Broker (as defined in 11 U.S.C. § 101(6))  Clearing Bank (as defined in 11 U.S.C. § 781(3))  None of the above
		B. Check all that apply  Tax-exempt entity (as described in 26 U.S.C. §501)  Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)  Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))
		C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <a href="http://www.uscourts.gov/four-digit-national-association-naics-codes">http://www.uscourts.gov/four-digit-national-association-naics-codes</a> . 5112
8.	Under which chapter of the Bankruptcy Code is the debtor filing?  A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.	Chapter 7 Chapter 9 Chapter 11. Check all that apply:  The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  A plan is being filed with this petition.  Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).  The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
		Chapter 12
9.	Were prior bankruptcy cases filed by or against the debtor within the last 8 years? If more than 2 cases, attach a separate list.	No. Yes.  District District When Case number Case number
10.	Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?	▼ No Yes.

### Case 23-10670-JKS Doc 1 Filed 05/23/23 Page 3 of 19

List all cases. If more than 1,	Debtor Brio Systems, Inc. Case number (if.		(if known)			
attach a separate list    Debtor   When   Case number, if known						
District   When   Case number, if known		List all cases. If more than 1				
11. Why is the case filed in this district?    Check all that apply:   Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.   A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.   A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.   A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.   A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.   A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.   A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.   A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.   A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.   A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.   Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.   Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.   Yes. Answer below for each property that needs immediate attention? (Check all that apply.)   It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.   Why does the property?   It needs to persiste the property?   It needs to persiste the property?   It needs to persiste the property?   It needs the property?   It needs to persiste the property?   It needs the property		attach a separate list				<u> </u>
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proceeding the date of this petition or for a longer part of such 180 days than in any other district.  A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.  12. Does the debtor own or have possession of any property that needs immediate attention?  Yes.  Answer below for each property that needs immediate attention? (Check all that apply.)  It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  What is the hazard?  It needs to be physically secured or protected from the weather.  It needs to be physically secured or protected from the weather.  It needs to be physically secured or protected from the weather.  It needs to be physically secured or protected from the weather.  Where is the property?  Number, Street, City, State & ZIP Code  Is the property insured?  No  Yes.  Insurance agency Contact name Phone  Statistical and administrative information  13. Debtor's estimation of available funds  The first will be available for distribution to unsecured creditors.  After any administrative expenses are paid, no funds will be available to unsecured creditors.  After any administrative expenses are paid, no funds will be available to unsecured creditors.  After any administrative expenses are paid, no funds will be available to unsecured creditors.  14. Estimated Assets  So So,000  So,001 - \$100,000  So,001 - \$100,000  So,001 - \$100,000  So,001 - \$100,000  So,0001 - \$100,000  So,		this district?	✓ Debtor h	nas had its domicile princ	cinal place of business, or principal asset	ts in this district for 180 days immediately
12. Does the debtor own or have possession of any real property or personal property that needs immediate attention. Attach additional sheets if needed.    Yes.   Why does the property need immediate attention? (Check all that apply.)						
12. Does the debtor own or have possession of any real property or personal property that needs immediate attention. Attach additional sheets if needed.    Yes.   Why does the property need immediate attention? (Check all that apply.)			☐ A bankr	uptcv case concerning de	ebtor's affiliate, general partner, or partne	ership is pending in this district.
have possession of any real property or personal property that needs immediate attention. Attach additional sheets if needed.    Yes.   Why does the property need immediate attention? (Check all that apply.)						
have possession of any real property or personal property that needs immediate attention. Attach additional sheets if needed.    Yes.   Why does the property need immediate attention? (Check all that apply.)	12.		<b>√</b> No			
Why does the property need immediate attention?  Why does the property need immediate attention? (Check all that apply.)  It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  What is the hazard?  It needs to be physically secured or protected from the weather.  It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).  Other  Where is the property?  Number, Street, City, State & ZIP Code  Is the property insured?  No  Yes. Insurance agency  Contact name Phone  Statistical and administrative information  13. Debtor's estimation of available funds  After any administrative expenses are paid, no funds will be available to unsecured creditors.  After any administrative expenses are paid, no funds will be available to unsecured creditors.  14. Estimated number of creditors  Soo.001 - \$10.000  15. Estimated Assets  So - \$50.000  Soo.001 - \$10.0000  Soo.				wer below for each prope	rty that needs immediate attention. Attac	ch additional sheets if needed
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What is the hazard?     It needs to be physically secured or protected from the weather.     It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).   Other			Why	does the property need	d immediate attention? (Check all that	apply.)
It needs to be physically secured or protected from the weather.   It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).   Other			□ It	t poses or is alleged to po	ose a threat of imminent and identifiable	hazard to public health or safety.
It needs to be physically secured or protected from the weather.   It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).   Other				/hat is the hazard?		,
It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).    Other				t needs to be physically s		
Iivestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).			_	. , ,	•	e or lose value without attention (for example
Where is the property?   Number, Street, City, State & ZIP Code			L IIV	estock, seasonal goods,	meat, dairy, produce, or securities-relate	ed assets or other options).
Number, Street, City, State & ZIP Code			П	Other		
Number, Street, City, State & ZIP Code			Whe			
Is the property insured?   No   Yes.   Insurance agency   Contact name   Phone				no to the property :	Number Street City State & 7IP Co.	10
No			lo th	no proporty inqured?	Number, effect, only, effect & 211 ook	
Yes.   Insurance agency   Contact name   Phone			_			
Statistical and administrative information			N			
Statistical and administrative information			□ Y	es. Insurance agency		
Statistical and administrative information   Check one:   Funds will be available for distribution to unsecured creditors.   After any administrative expenses are paid, no funds will be available to unsecured creditors.   After any administrative expenses are paid, no funds will be available to unsecured creditors.   1.49				Contact name		
13. Debtor's estimation of available funds				Phone		
13. Debtor's estimation of available funds						
available funds		Statistical and admin	istrative inform	ation		
available funds	13	Debtor's estimation of	Check	one:		
After any administrative expenses are paid, no funds will be available to unsecured creditors.  14. Estimated number of creditors  1			_		stribution to unsecured creditors	
14. Estimated number of creditors						
creditors			Afte	er any administrative expe	enses are paid, no funds will be available	e to unsecured creditors.
creditors	1/	Estimated number of	□ 1.40		T 1 000 5 000	7 25 004 50 000
100-199	14.		=			
15. Estimated Assets       \$0 - \$50,000       ▼ \$1,000,001 - \$10 million       \$500,000,001 - \$10 billion         \$50,001 - \$100,000       \$10,000,001 - \$50 million       \$1,000,000,001 - \$10 billion         \$500,001 - \$500,000       \$50,000,001 - \$100 million       \$10,000,000,001 - \$50 billion         \$500,001 - \$1 million       \$100,000,001 - \$10 million       \$500,000,001 - \$1 billion         \$50,001 - \$100,000       \$1,000,001 - \$10 million       \$500,000,001 - \$1 billion         \$50,001 - \$100,000       \$10,000,001 - \$50 million       \$1,000,000,001 - \$10 billion         \$100,001 - \$50,000       \$50,000,001 - \$100 million       \$10,000,000,001 - \$50 billion						
\$50,001 - \$100,000			200-999			
\$50,001 - \$100,000						
\$100,001 - \$500,000	15.	Estimated Assets	= ' ' '			
\$500,001 - \$1 million				•		
16. Estimated liabilities						
\$50,001 - \$100,000			\$500,001 <b>-</b>	φ i illilliOli	□ \$ 100,000,001 - \$500 million	☐ More man \$50 billion
\$50,001 - \$100,000	16	Estimated liabilities	\$0 - \$50 00		\$1,000,001 - \$10 million	\$500,000,001 - \$1 billion
\$100,001 - \$500,000 \$50,000,001 - \$100 million \$10,000,000,001 - \$50 billion						
					_ , ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
\$500,001 - \$1 million \$100,000,001 - \$500 million More than \$50 billion			S500,001 <b>-</b>	\$1 million	\$100,000,001 - \$500 million	More than \$50 billion

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Debtor	Brio Systems, Inc.		Case number (if known)		
	Name				
	Request for Relief, D	eclaration, and Signatures			
VARNII		s a serious crime. Making a false statement in connect up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519,	tion with a bankruptcy case can result in fines up to \$500,000 or and 3571.		
of a	laration and signature uthorized esentative of debtor	The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.			
		I have been authorized to file this petition on behalf of the debtor.			
		I have examined the information in this petition and have a reasonable belief that the information is true and correct.			
		I declare under penalty of perjury that the foregoing	is true and correct.		
		Executed on			
	X	// Boris Lipchin	Boris Lipchin		
	^	Signature of authorized representative of debtor	Printed name		
		Title Chief Executive Officer			
8. Sign	ature of attorney 🛮 🗶	Signature of attorney for debtor	Date 05/23/2023		
		Signature of attorney for debtor	MM / DD / YYYY		
		Mark D. Olivere 4291			
		Printed name			
		Chipman Brown Cicero & Cole, LLP			
		Firm name			
		Hercules Plaza			
		1313 North Market Street, Suite 5400			
		Wilmington, DE 19801  Number, Street, City, State & ZIP Code			
		Number, Street, Oity, State & Zii Code			
		Contact phone (302) 295-0191 Email	address olivere@chipmanbrown.com		
		4291 DE			
		Bar number and State			

#### **BRIO SYSTEMS, INC.**

# Consent of the Board of Directors Pursuant to Section 141(f) of the General Corporation Law of the State of Delaware

The undersigned, being all of the members of the board of directors (the "Board") of Brio Systems, Inc., a Delaware corporation (the "Company"), pursuant to Section 141(f) of the General Corporation Law of the State of Delaware and the Bylaws of the Company, hereby adopt the following resolutions by written consent (this "Consent"):

WHEREAS, the Board has considered the financial and operational conditions of the Company's business; and

WHEREAS, the Board has reviewed, considered, and received the recommendation of senior management of the Company and the advice of the Company's professionals and advisors with respect to the options available to the Company, including the possibility of pursuing a bankruptcy proceeding under Chapter 7 of title 11 of the United States Code (as amended, the "Bankruptcy Code") and having received the written consent or affirmative vote of the Requisite Holders (as defined in the Amended and Restated Certificate of Incorporation of Brio Systems, Inc., dated March 26, 2021);

Now, Therefore, Be It Resolved, that after consideration of the alternatives presented to it and the recommendations of senior management of the Company and the advice of the Company's professionals and advisors, the Board has determined in its business judgment that it is in the best interest of the Company, its creditors, shareholders, and other interested parties, and stakeholders that a voluntary petition be filed by the Company under Chapter 7 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Petition"); and it is

FURTHER RESOLVED, that Boris Lipchin, the Company's Chief Executive Officer, and any other officer or person designated and so authorized to act (each, an "Authorized Person") are, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company (a) to execute, verify and file on behalf of the Company all documents necessary or appropriate in connection with the filing of said Bankruptcy Petition, including, without limitation, all petitions, affidavits, declarations, schedules, statements of financial affairs, lists, motions, applications, pleadings, and other papers or documents in connection with the Bankruptcy Petition; (b) take and perform any and all actions deemed necessary and proper to obtain such relief as authorized herein and in connection with the Company's Chapter 7 case (the "Bankruptcy Case"); (c) appear as necessary at all bankruptcy proceedings on behalf of the Company; and (d) pay all such expenses where necessary or appropriate in order to carry out fully the intent and accomplish the purposes of the resolutions adopted herein; and it is

FURTHER RESOLVED, that the Authorized Persons are, and each of them hereby is, authorized and directed to employ the law firm of Chipman Brown Cicero & Cole, LLP as counsel to assist the Company in filing for relief under Chapter 7 of the Bankruptcy Code and in carrying out the Company's duties under Chapter 7 of the Bankruptcy Code, and the officers of

the Company are hereby authorized and directed to execute retention agreements, pay retainers prior to, and immediately upon the filing of the bankruptcy case; and it is

FURTHER RESOLVED, that all instruments, agreements, certificates, consents, waivers or other documents heretofore executed and delivered (or caused to be executed and delivered) and all acts lawfully done or actions lawfully taken by any Authorized Person in connection with the Bankruptcy Case, or any further action to seek relief on behalf of the Company under Chapter 7 of the Bankruptcy Code, or in connection with the Bankruptcy Case, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company; and it is

**FURTHER RESOLVED**, that the acts, actions and transactions heretofore taken by the officers of the Company or the Directors of the Company in the name of and on behalf of the Company in furtherance of the purpose and intent of any or all of the foregoing resolutions, which acts, actions and transactions would have been approved by the foregoing resolutions except that such acts were taken before those resolutions were adopted, be, and hereby are, ratified, confirmed, and approved in all respects.

**IN WITNESS WHEREOF**, each of the undersigned directors, collectively constituting all of the members of the Board, has executed this Consent on the date set forth below his name.

[SIGNATURE PAGE FOLLOWS]

Bon's lipdin  C3CC27DF59FF447  Boris Lipchin
5/23/2023 Dated:
Seymon Dukach  Seymon Dukach  5/23/2023  Dated:
DocuSigned by:  69AD25EC934845B  Alan Rubin
5/23/2023 Dated:

# WRITTEN CONSENT OF THE REQUISITE HOLDERS OF BRIO SYSTEMS, INC.

The undersigned, constituting at least 66.67% of the outstanding shares of Preferred Stock (the "Requisite Holders") of Brio Systems, Inc. a Delaware corporation (the "Corporation"), acting by written consent without a meeting, hereby adopt the following.

WHEREAS, pursuant to section 3.3.6 of the Amended and Restated Certificate of Incorporation of Brio Systems, Inc., dated March 26, 2021, the Corporation shall not without the written consent or affirmative vote of 66.67% of the outstanding shares of Preferred Stock, "declare bankruptcy";

WHEREAS, the directors of the Corporation (the "Directors") met on May 23, 2023 and unanimously approved the Company's commencement of bankruptcy proceedings under chapter 7, title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware;

**WHEREAS**, the undersigned Requisite Holders having reviewed and considered all of the relevant information and deems it advisable and in the best interests of the Corporation that the Corporation file for chapter 7 of the Bankruptcy Code.

#### **NOW THEREFORE LET IT BE:**

**RESOLVED**, that the undersigned Requisite Holders hereby approve and provide their consent for the Corporation to file for chapter 7 of the Bankruptcy Code.

**RESOLVED**, that this written consent shall have the same force and effect as if the resolutions set forth herein were adopted at a formal shareholders' meeting for all purposes.

This consent will be effective on execution.

Title: Managing Member

One Way Ventures Fund I, L.P.
By: One Way Ventures GP I, L.L.C., its general partner
DocuSigned by:
By:Semyon Dukach
Name: Semyon Dukach

# IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:	Chapter 7
Brio Systems, Inc.,	Case No. XX-XXXXX (XXX)
Debtor.	

#### **CORPORATE OWNERSHIP STATEMENT**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the authorized officer of Brio Systems, Inc. ("**Brio**") certifies that the following corporate entities directly own 10% or more of Brio's equity interest:

EQUITY HOLDER	PERCENTAGE OF TOTAL EQUITY
One Way Ventures	23.95%

Fill in this information to identify the case:	
Debtor name Brio Systems, Inc.	
United States Bankruptcy Court for the: DISTRICT OF DELAWARE	
Case number (if known)	
	Check if this is an
	amended filing
Official Form 202	
Declaration Under Penalty of Perjury for Non-In	dividual Debtors 12/15
amendments of those documents. This form must state the individual's position or relationship and the date. Bankruptcy Rules 1008 and 9011.  WARNING Bankruptcy fraud is a serious crime. Making a false statement, concealing proper connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 1519, and 3571.	ty, or obtaining money or property by fraud in
Declaration and signature	
I am the president, another officer, or an authorized agent of the corporation; a member or an a individual serving as a representative of the debtor in this case.	uthorized agent of the partnership; or another
I have examined the information in the documents checked below and I have a reasonable belief	ef that the information is true and correct:
✓       Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)         ✓       Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)         ✓       Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)         ✓       Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)         ✓       Schedule H: Codebtors (Official Form 206H)         ✓       Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)         Amended Schedule         Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured	Claims and Are Not Insiders (Official Form 204)
Other document that requires a declaration Corporate Ownership Statement	
I declare under penalty of perjury that the foregoing is true and correct.	
Executed on 05/23/2023 X /s/ Boris Lipchin	
Signature of individual signing on behalf of	debtor
Boris Lipchin	
Printed name	
Chief Executive Officer	
Position or relationship to debtor	·

## IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:	Chapter 7	
Brio Systems, Inc.,	Case No. XX-XXXXX (XXX)	
Debtor.		
DISCLOSURE OF COMPENSAT	- ΓΙΟΝ OF ATTORNEY FOR DEF	<u>BTOR</u>
1. Pursuant to 11 U.S.C. § 3290 Chipman Brown Cicero & Cole, LLP ("CBCO debtor (the "Debtor") and that compensation the petition of bankruptcy, or agreed to be paid on behalf of the Debtor in contemplation of follows:	paid to the Firm within one year bed to the Firm, for services rendered of	he above-named fore the filing of or to be rendered
For legal services, CBCC agreed to acc	cept:	\$15,000.001
Prior to the filing of this statement, CB	BCC received:	\$15,000.00
Balance Due		\$0.00
2. The source of the compensation	n paid to the Firm was:	
■ Debtor Brio Systems, Inc.	☐ Other (Specify):	
3. The source of compensation to	be paid to the Firm was:	
■ Debtor Brio Systems, Inc.	☐ Other (Specify):	
4.		
The Firm has not agreed to other person unless they are members and asso	share the above-disclosed compen ociates of the Firm.	sation with any
☐ The Firm has agreed to sharperson or persons who are not members or asstogether with a list of the names of the people		f the agreement,

Prior to the Petition Date and pursuant to a written engagement agreement, on May 18, 2023, the Firm received an \$15,000.00 retainer for restructuring advice and bankruptcy planning for Brio Systems, Inc. (the "Retainer"). The Retainer was fully drawn and fully earned by the Firm. All funds received from the Debtor were transferred from the Firm's attorney trust account to its operating account prior to the filing of this case. 00049493.1

- 5. In return for the above-disclosed fee, the Firm agreed to render legal service for all aspects of the bankruptcy cases until the conclusion of the meeting of creditors pursuant to section 341(a) of the Bankruptcy Code, including:
  - a. advise in connection with the preparation of the petition, schedules of assets and liabilities, statement of financial affairs, schedule of income and expenditures, lists of creditors and equity security holders, statement of executory contracts and unexpired leases, and master mailing list;
  - b. representation of the Debtor at the meeting of creditors pursuant to section 341(a) of the Bankruptcy Code; and
  - c. representation of the Debtor as may otherwise be required to advise the Debtor regarding its rights and responsibilities as a debtor under chapter 7 of the Bankruptcy Code and the Bankruptcy Rules.

#### **CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to the Firm for representation of the Debtor in this bankruptcy proceeding.

Dated: May 23, 2023

Wilmington, Delaware

CHIPMAN BROWN CICERO & COLE, LLP

/s/ Mark D. Olivere

William E. Chipman, Jr. (No. 3818)

Mark D. Olivere (No. 4291)

1313 North Market Street

**Suite 5400** 

Wilmington, Delaware 19801 Telephone: (302) 295-0191

Facsimile: (302) 295-0199

Email: <u>chipman@chipmanbrown.com</u>

olivere@chipmanbrown.com

Counsel for the Debtor

00049493.1

## IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

	į	
In re:	Chapter 7	
Brio Systems, Inc.,	Case No. XX-XXXXX (XXX)	
Debtor.		
DISCLOSURE OF COMPENSAT	TION OF ATTORNEY FOR DEF	<u>BTOR</u>
1. Pursuant to 11 U.S.C. § 329(a) a T. Raicht, PC ("Raicht" or the "Firm") are at and that compensation paid to the Firm with bankruptcy, or agreed to be paid to the Firm, the Debtor in contemplation of or in connection	thin one year before the filing of for services rendered or to be rende	r (the " <b>Debtor</b> ") The petition of ered on behalf of
For legal services, Raicht agreed to acc	cept:	\$30,000.001
Prior to the filing of this statement, Rai	icht received:	\$30,000.00
Balance Due		\$0.00
2. The source of the compensation	n paid to the Firm was:	
■ Debtor Brio Systems, Inc.	☐ Other (Specify):	
3. The source of compensation to	be paid to the Firm was:	
■ Debtor Brio Systems, Inc.	☐ Other (Specify):	
4.		
The Firm has not agreed to other person unless they are members and asso	share the above-disclosed compensionates of the Firm.	sation with any
☐ The Firm has agreed to shar person or persons who are not members or ass together with a list of the names of the people		f the agreement,

00049741.1

Prior to the Petition Date and pursuant to a written engagement agreement, on March 23, 2023, the Firm received a \$20,000 retainer, and on April 21, 2023, the Firm received a supplemental retainer in the amount of \$10,000, for a total of \$30,000 for restructuring advice and bankruptcy planning for Brio Systems, Inc. (the "Retainer"). The Retainer was fully drawn and fully earned by the Firm. All funds received from the Debtor were transferred from the Firm's attorney trust account to its operating account prior to the filing of this case.

- 5. In return for the above-disclosed fee, the Firm agreed to render legal service for all aspects of the bankruptcy cases until the conclusion of the meeting of creditors pursuant to section 341(a) of the Bankruptcy Code, including:
  - a. advise in connection with the preparation of the petition, schedules of assets and liabilities, statement of financial affairs, schedule of income and expenditures, lists of creditors and equity security holders, statement of executory contracts and unexpired leases, and master mailing list;
  - b. representation of the Debtor at the meeting of creditors pursuant to section 341(a) of the Bankruptcy Code; and
  - c. representation of the Debtor as may otherwise be required to advise the Debtor regarding its rights and responsibilities as a debtor under chapter 7 of the Bankruptcy Code and the Bankruptcy Rules.

#### **CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to the Firm for representation of the Debtor in this bankruptcy proceeding.

Dated: May 23, 2023 Geoffrey T. Raicht, PC

Geoffrey T. Raicht, PC

41 Purdy Avenue PO Box 1074

Rye, NY 10580

Phone: (917) 344-0036

Email: <u>graicht@raichtlaw.com</u>

/s/ Geoffrey T. Raicht

Counsel for the Debtor

00049741.1 - 2 -

### United States Bankruptcy Court District of Delaware

In re	Brio Systems, Inc.		Case No.	
		Debtor(s)	Chapter	7
	VERIF	ICATION OF CREDITOR	<b>MATRIX</b>	
I the Ci	hiaf Evacutive Officer of the cornerati	ion named as the debtor in this case, here	by varify that the	attached list of graditors is
i, ille Ci	mer Executive Officer of the corporat.	non named as the debtor in this case, here	by verify that the	attached list of creditors is
true and	correct to the best of my knowledge.			
_		11/ Ranie Linalia		
Date:	05/23/2023	/s/ Boris Lipchin	Officer	
		Boris Lipchin/Chief Executive Signer/Title	Onicer	

Amazon Web Services, Inc 410 Terry Ave N Seattle, WA 98109

Assurely Insurance Policy 51 John F. Kennedy Parkway First Floor West Short Hills, NJ 70778

Arizona Department of Revenue 1600 W. Monroe St. Phoenix, AZ 85007

Axiom Medical 1300 Lake Robbins Dr. Suite 250 The Woodlands, TX 77380

Bennett Thrasher LLP 3300 Riverwood Pkwy #700 Atlanta, GA 30339

CSC Global 251 Little Falls Drive Wilmington, DE USA 19808

California 3321 Power Inn Rd., Ste. 130 Sacramento, CA 95826

Carroll & Vounessea LLP 3 Essex Green Drive Suite 5 Peabody, MA 01960

Colorado Department of Revenue P.O. Box 17087 Denver, CO 80217-0087

Connecticut Department of Revenue Services 450 Columbus Blvd. Suite 1 Hartford CT 06103

DoctorNow 181 N. Robertson Blvd Beverly Hills, CA 90211

DoorDash 303 2nd Street South Tower 800 San Francisco, CA 94107

EFT Media Productions LLC 3310 W. Vanowen Street Burbank, CA 91505 FedEx 942 South Shady Grove Road Memphis, TN 38120

Florida Department of Revenue 5050 W Tennessee St Tallahassee FL 32399-0120

Formagrid, Inc dba Airtable 799 Market St. San Francisco, CA 94102

G-Lock Software 34 N. Franklin Ave. Pinedale, WY 82941

Georgia Dept. of Revenue PO Box 105408 Atlanta, GA 30348-5408

Github 88 Collin P Kelly Jr. St. San Francisco, CA 94107

Greenhouse Software, Inc. 18 W. 18th St., 11th Floor New York, NY 10011

Health Quest Esoterics 6 Bendix Irvine, CA 92618

HireArt, Inc. 135 W. 29th St. #500 New York, NY 10001

HRC Total Solutions 111 Charles St. Manchester, NH 03101

Hubspot 25 First St. 2nd Floor Cambridge, MA 02141

Idaho State Tax Commission PO Box 36 Boise, ID 83722-0410

Illinois Department of Revenue PO BOX 19013 SPRINGFIELD IL 62794-9013

Konsus Inc. 470 Ramona St. Palo Alto, CA 94301 Massachusetts Department of Revenue PO Box 419257 Boston, MA 02241-9257

Missouri Department of Revenue P.O. Box 840 Jefferson City, MO 65105-0840

Newland Group Insurance LLC 412 Broadway #2 Somerville, MA 02145

NJ Division of Taxation PO Box 999 Trenton, NJ 08646-0999

Nexus Medical Labs 313 Pleaseant St. Watertown, MA 02472

Nillam Logistics Corp 2117 Corporate Drive Boynton Beach, FL 33426

Nillam Logistics Fulfillment Corp 2117 Corporate Drive Boynton Beach, FL 33426

North Carolina Department of Revenue PO Box 25000 Raleigh, NC 27640-0640

Norton and Associates Inc. 97 Elm St. Cohasset, MA 02025

Ohio Department of Taxation Attn: Compliance Business Tax Division PO Box 2678 Columbus, OH 43216-2678

Okta, Inc. 301 Brannan St. 1st Floor San Francisco, CA 94107

Oxy-Gen Laboratory, LLC 303 Research Dr. NW #300 Norcross, GA 30092

PA Department of Revenue PO Box 280437 Harrisburg, PA 17128-0437

Principal 711 High St. Des Moines, IA 50392 Ramp Business Corp 71 5th Ave. 6th Floor New York, NY 10003

Reopen Diagnostic, LLC 45-18 Ct. Square W 2nd Floor Long Island City, NY 11101

Roku 1155 Coleman Ave. San Jose, CA 95110

Securicy Data Solutions Ltd 309 Charlotte St. Suite 219 Sydney, NS, Canada B1P1C6

Sterling Independent Services 5500 Interstate N. Pkwy Sandy Springs, GA 03328

Strategic Lab Partners 30 Burton Hills Blvd #170 Nashville, TN 37215

Texas Comptroller of Public Accounts P.O. Box 13528, Capitol Station Austin, Texas 78711-3528

The DMF Group LLC 16 North Square Suite 1 Boston, MA 02113

Traekos Workforce Medicine 3493 Adele Ln Bettendorf, IA 52722

Twilio Inc. 375 Beale St. #300 San Francisco, CA 94105

Vashon Consulting LLC 4719 E. Firestone Dr. Chandler, AZ 85249

Wilson Sonsini Goodrich & Rosati 201 Washington St. Suite 2000 Boston, MA 02108

Wisconsin Department of Revenue PO Box 8921 Madison, WI 53708-8921